



Regulatory Department

SBC Long Distance
5850 W Las Positas Blvd
Pleasanton, CA 94588

RECEIVED

2004 DEC 28 PM 1:44

T.R.A. DOCKET ROOM

December 16, 2004

Ms. Patsy Fulton
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

PAID T.R.A.

Chk # 8154

Amount 25.00

Rcvd By JP

Date 12-28-04

04 00446

Re: Petition of Corporation name change of Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance to SBC Long Distance, Inc.

Dear Ms. Fulton:

Enclosed is our original and one (1) copy of the Petition seeking authorization for the adoption of SBC Long Distance, Inc. as the new legal name of Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance. So that our records will be complete, I would appreciate it if you would please date stamp the extra copy of this transmittal letter and mail it in the envelope provided.

Please direct any questions regarding this application to Lee Johnson, Associate Director Regulatory, SBC Long Distance, 5850 W. Las Positas Blvd., Rm. NE139, Pleasanton, CA, 94583. Lee may be reached at (925) 468-5906.

Your assistance in this matter is greatly appreciated.

Yours Truly,

Joe Carrisalez
Executive Director-Regulatory

Enclosure

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of a)	
)	
Petition of Southwestern Bell		
Communications Services, Inc.)	Docket No. _____
d/b/a SBC Long Distance for)	
Authority to Implement a Change in)	
Corporate Name to SBC Long Distance, Inc.))	
_____)	

PETITION

Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance ("Petitioner"), by its attorneys, and pursuant to Rules of Tennessee Regulatory Authority, Chapter 1220-1-1, Rules and Regulations of Practice and Procedure, hereby petitions the Tennessee Regulatory Authority ("Commission") for corporate name change authority. Petitioner specifically seeks authority to adopt its current fictitious doing business as name ("d/b/a") name of "SBC Long Distance" as its legal corporate name. Petitioner further seeks exemption from the Commission's replacement tariff filing requirement following a grant of the requested name change authority, alternatively authorizing the submission of an amended tariff title page reflecting the Company's new corporate name. In support of its Petition, Petitioner states as follows.

I. IDENTIFICATION OF PETITIONER

Petitioner's name, address, and telephone number are:

Southwestern Bell Communications Services, Inc.
d/b/a SBC Long Distance
5850 W. Las Positas Blvd.
Pleasanton, California 94588
Telephone: 925.468.5000

Correspondence or communications concerning this Petition may be addressed to:

Mr. John di Bene, Esq.
Vice President and General Counsel
Southwestern Bell Communications Services, Inc.
d/b/a SBC Long Distance
5850 W. Las Positas Blvd.
Pleasanton, California 94588
Telephone: 925.251.7410

to:

Mr. Lee Johnson
Southwestern Bell Communications Services, Inc.
d/b/a SBC Long Distance
5850 W. Las Positas Blvd.
Pleasanton, California 94588
Telephone: 925.468.5906

Petitioner has been granted Commission authority to provide intrastate interexchange and competitive local exchange telecommunications services under its current legal corporate name, Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance. For reference these authorities were granted under Docket No. 04-00069.

II. REQUEST FOR CORPORATE NAME CHANGE AUTHORITY

Petitioner requests corporate name change authority, authorizing Petitioner to adopt its fictitious d/b/a name of "SBC Long Distance" as its new legal corporate name, "SBC Long Distance, Inc." in the State of Tennessee at the soonest date practicable. Specifically, Petitioner seeks authority to change its legal corporate name from "Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance" to "SBC Long Distance, Inc." Petitioner requests that such name change authority apply to all service authorizations granted to Petitioner by the Commission.

On July 15, 2004, Petitioner adopted a corporate resolution designating SBC Long Distance, Inc. as Petitioner's legal corporate name. Adoption of SBC Long Distance, Inc. as Petitioner's legal corporate name was certified by the Office of the Secretary of State of the State of Delaware, Petitioner's State of incorporation, as evidenced by the Delaware Secretary of State's Certificate of Authority, attached hereto at Exhibit A. Petitioner has further registered its new corporate name with the Office of the Secretary of State of Tennessee, as evidenced by the State registration document attached hereto at Exhibit B. And, Petitioner has caused a Surety Rider be issued to its Telecommunications Service Provider's Surety Bond, Bond No. 6080171 attached hereto at Exhibit C.

The sole purpose of Petitioner's name change is to enable Petitioner to align its legal corporate name with how Petitioner is today identified to, and recognized by, its customers and the general public. Petitioner's customers more readily recognize the "SBC Long Distance" trade name as this name, and not Petitioner's legal name, which currently appears on all customer correspondence, invoices, marketing materials, and contracts. The requested name change authority exclusively entails a change in legal corporate name and is not sought in conjunction with any merger, acquisition, consolidation or other change in corporate structure or ownership that would require separate Commission authority.

Petitioner maintains that the requested name change authority is in the public interest, is entirely transparent to subscribers, and will have no impact to customers or the general public. Because Petitioner has for a period of approximately 2 years identified itself by its d/b/a trade name of SBC Long Distance to customers through customer

correspondence, invoices, and contracts and to customers and the general public through advertising and marketing materials, customers and the general public readily recognize SBC Long Distance as a service provider. No customer or public confusion will result from the requested name change authority, accordingly. Moreover, the corporate name change will in no way affect service rates, terms, conditions, or otherwise impact Petitioner's operations, which remain unchanged. No action is required by customers to implement a corporate name change.

Petitioner further requests exemption from Commission requirements governing corporate name changes in so far as such requirements obligate Petitioner to submit a new fully amended or replacement tariff with the Commission. Petitioner's maintains an extensive telecommunications tariffs numbering between 300 and more than 900 pages. Administrative costs associated with preparation and submission of a replacement tariff simply to reflect Petitioner's new name, would be significant and require further expenditure of valuable Commission resources to process Petitioner's replacement tariff, with no countervailing public interest. As Petitioner's name change constitutes the adoption of Petitioner's d/b/a name, which is well known to customers and already appears in the title page and each subsequent page of Petitioner's existing tariffs, no public interest is served by requiring Petitioner to replace existing tariff[s] in their entirety.

Alternatively, Petitioner seeks authority to initially submit an amended Title Page, which specifically refers to Petitioner's new corporate name and makes reference to Petitioner's current certificated name, at such time as the requested name change authority is granted. Petitioner further proposes to submit amended tariff pages reflecting

Petitioner's name in tariff headers and footers, as subsequent amendments to service rates, terms, and conditions are filed with the Commission.

III. CONCLUSION

WHEREFORE, Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance respectfully requests corporate name change authority, authorizing Petitioner to change its legal corporate name to SBC Long Distance, Inc. and to exempt Petitioner from replacement tariff filing requirements associated with the requested name change authority at the soonest date practicable.

Respectfully submitted this 16 day of December, 2004.

SOUTHWESTERN BELL COMMUNICATIONS
SERVICES, INC.

By: 

John di Bene, Esq.
Southwestern Bell Communications
Services, Inc.
d/b/a SBC Long Distance
5850 W. Las Positas Blvd.
Pleasanton, California 94588
Telephone: 925.251.7410

Vice President and General Counsel

EXHIBIT A

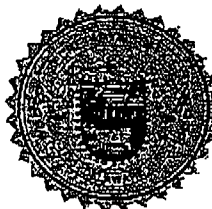
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SOUTHWESTERN BELL COMMUNICATIONS SERVICES, INC.", CHANGING ITS NAME FROM "SOUTHWESTERN BELL COMMUNICATIONS SERVICES, INC." TO "SBC LONG DISTANCE, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF AUGUST, A.D. 2004, AT 3:53 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2511836 8100

040581676

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3284255

DATE: 08-09-04

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:57 PM 08/09/2004
FILED 03:53 PM 08/09/2004
SRV 040581676 - 2511836 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
SOUTHWESTERN BELL COMMUNICATIONS SERVICES, INC.**

Southwestern Bell Communications Services, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Southwestern Bell Communications Services, Inc. resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling for a meeting of the sole stockholder of the corporation for consideration thereof.

SECOND: That thereafter, in accordance with the above resolutions, the sole stockholder of said corporation, by a unanimous written consent of the stockholder in lieu of a special meeting of the stockholder, in accordance with Section 228 of the General Corporation Law of the State of Delaware, approved the amendment to ARTICLE ONE as follows:

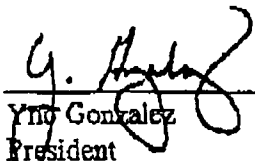
ARTICLE ONE

"The name of the corporation is SBC Long Distance, Inc."

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Southwestern Bell Communications Services, Inc. has caused this certificate to be signed by Yno Gonzalez, its President, and attested by John di Bene, its Vice President, General Counsel and Secretary, this 15th day of July 2004.

Southwestern Bell Communications Services, Inc.

By: 
Yno Gonzalez
President

Attest:

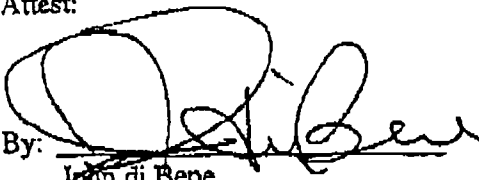
By: 
John di Bene
Vice President, General Counsel and Secretary

EXHIBIT B

ISSUANCE DATE: 11/18/2004
REQUEST NUMBER: 04323528

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

CHARTER/QUALIFICATION DATE: 06/12/1995
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0296002
JURISDICTION: DELAWARE

TO:
CFS
8161 HWY 100
NASHVILLE, TN 37221

REQUESTED BY:
CFS
8161 HWY 100
NASHVILLE, TN 37221

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"SBC LONG DISTANCE, INC."

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE
ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE
DATE(S) AS BELOW INDICATED:

REFERENCE	DATE FILED	FILING TYPE	FILING ACTION								
NUMBER			NAM	DUR	STK	PRN	OFC	AGT	INC	MAL	FYC
5282-1181	11/17/2004	AMEND-QUAL-PROF	X								

FOR: REQUEST FOR COPIES

ON DATE: 11/18/04

FROM:
CFS
8161 HIGHWAY 100
#172
NASHVILLE, TN 37221-0000

FEEs

RECEIVED: \$100.00 \$0.00
TOTAL PAYMENT RECEIVED: \$100.00

RECEIPT NUMBER: 00003609114
ACCOUNT NUMBER: 00101230



CS-1448

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY
(FOR PROFIT)

FILED

STATE OF TENNESSEE
RECEIVED
2004 OCT 26 PM 1:16
SECRETARY OF STATE

Pursuant to the provisions of Section 48-25-104 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is Southwestern Bell Communications Services, Inc.
If different, the name under which the certificate of authority is to be obtained is SBC Long Distance, Inc.

2. The state or country under whose law it is incorporated is Delaware

3. The date of its incorporation is 5/31/1995 (must be month, day, and year), and the period of duration, if other than perpetual, is perpetual

4. The complete street address (including zip code) of its principal office is _____
5850 West Las Positas Blvd. Pleasanton CA 94588
Street City State/Country Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee is _____
800 S. Gay Street, Suite 2021, Knoxville, TN, Knox
Street City State/Country Zip Code

Registered agent CT Corporation

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)
see attached

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)
see attached

8. The corporation is a corporation for profit

9. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____ (date) _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is successfully filed in Tennessee.]

July 27, 2004
Signature Date

Signer's Capacity

SBC Long Distance, Inc
Name of Corporation

John di Bene
Signature

John di Bene, VP, Gen. Cnsl. and Sec.
Name (typed or printed)

SBC LONG DISTANCE, INC.
DIRECTORS AND OFFICERS

Yno Gonzalez, Chairman of the Board and President
5850 West Las Positas Blvd., Pleasanton, California 94588

Bill McCracken, Director and Comptroller
5850 West Las Positas Blvd., Pleasanton, California 94588

John di Bene, Vice President, General Counsel and Secretary
5850 West Las Positas Blvd., Pleasanton, California 94588

Larry Ruzicka, Vice President - Taxes
175 East Houston Street, San Antonio, Texas 78205

Janet M. Duncan, Treasurer
175 East Houston Street, San Antonio, Texas 78205

Thomas C. Clemens, Assistant Treasurer
175 East Houston Street, San Antonio, Texas 78205

Delaware

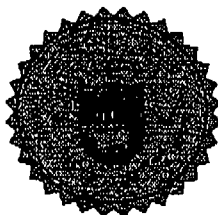
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SBC LONG DISTANCE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2511836 8300

AUTHENTICATION: 3475616

040820494

DATE: 11-15-04

EXHIBIT C



SURETY RIDER

SAFECO Insurance Company
PO Box 34526
Seattle, WA 98124-1526

To be attached to and form a part of

Bond No. 6080171

Type of
Bond. Telecommunications Service Provider's Surety Bond

dated
effective 09/01/2000
(MONTH-DAY-YEAR)

executed by SWB Communications Services, Inc. dba SBC Long Distance
(PRINCIPAL)

,as Principal,

and by SAFECO INSURANCE COMPANY OF AMERICA

,as Surety,

in favor of The State of Tennessee Regulatory Authority
(OBLIGEE)

in consideration of the mutual agreements herein contained the Principal and the Surety hereby consent to changing

the principal name

From. SWB Communications Services, Inc. dba SBC Long Distance

To: SBC Long Distance, Inc.

Nothing herein contained shall vary, alter or extend any provision or condition of this bond except as herein expressly stated.

This rider
is effective 11/18/2004
(MONTH-DAY-YEAR)

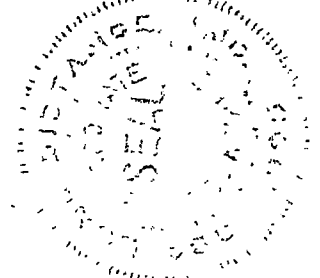
Signed and Sealed 12/01/2004
(MONTH-DAY-YEAR)

SBC Long Distance, Inc.
(PRINCIPAL)

By: Thomas S. Clemens
(PRINCIPAL) Thomas S. Clemens Asst Treasurer

SAFECO INSURANCE COMPANY OF AMERICA
(SURETY)

By: Kenneth C. Long
(ATTORNEY-IN-FACT) Kenneth C. Long





POWER
OF ATTORNEY

SAFECO INSURANCE COMPANY OF AMERICA
GENERAL INSURANCE COMPANY OF AMERICA
HOME OFFICE SAFECO PLAZA
SEATTLE, WASHINGTON 98185

No 9672

KNOW ALL BY THESE PRESENTS:

That **SAFECO INSURANCE COMPANY OF AMERICA** and **GENERAL INSURANCE COMPANY OF AMERICA**, each a Washington corporation, does each hereby appoint

***** RONALD J WALTON, JANET M DUNCAN JONATHAN P KLUG, KENNETH C LONG, San Antonio, Texas*****

its true and lawful attorney(s)-in-fact, with full authority to execute on its behalf fidelity and surety bonds or undertakings and other documents of a similar character issued in the course of its business, and to bind the respective company thereby

IN WITNESS WHEREOF, **SAFECO INSURANCE COMPANY OF AMERICA** and **GENERAL INSURANCE COMPANY OF AMERICA** have each executed and attested these presents

this 22nd day of October, 2004

CHRISTINE MEAD, SECRETARY

MIKE MCGAVICK, PRESIDENT

CERTIFICATE

Extract from the By-Laws of **SAFECO INSURANCE COMPANY OF AMERICA**
and of **GENERAL INSURANCE COMPANY OF AMERICA**:

"Article V, Section 13 - FIDELITY AND SURETY BONDS the President, any Vice President, the Secretary, and any Assistant Vice President appointed for that purpose by the officer in charge of surety operations, shall each have authority to appoint individuals as attorneys-in-fact or under other appropriate titles with authority to execute on behalf of the company fidelity and surety bonds and other documents of similar character issued by the company in the course of its business On any instrument making or evidencing such appointment, the signatures may be affixed by facsimile On any instrument conferring such authority or on any bond or undertaking of the company, the seal, or a facsimile thereof, may be impressed or affixed or in any other manner reproduced, provided, however, that the seal shall not be necessary to the validity of any such instrument or undertaking."

Extract from a Resolution of the Board of Directors of **SAFECO INSURANCE COMPANY OF AMERICA**
and of **GENERAL INSURANCE COMPANY OF AMERICA** adopted July 28, 1970

"On any certificate executed by the Secretary or an assistant secretary of the Company setting out,

- (i) The provisions of Article V, Section 13 of the By-Laws, and
- (ii) A copy of the power-of-attorney appointment, executed pursuant thereto, and
- (iii) Certifying that said power-of-attorney appointment is in full force and effect,

the signature of the certifying officer may be by facsimile, and the seal of the Company may be a facsimile thereof "

I, Christine Mead, Secretary of **SAFECO INSURANCE COMPANY OF AMERICA** and of **GENERAL INSURANCE COMPANY OF AMERICA**, do hereby certify that the foregoing extracts of the By-Laws and of a Resolution of the Board of Directors of these corporations, and of a Power of Attorney issued pursuant thereto, are true and correct, and that both the By-Laws, the Resolution and the Power of Attorney are still in full force and effect

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the facsimile seal of said corporation

this 1st day of December, 2004



CHRISTINE MEAD, SECRETARY

State of Texas

}ss:

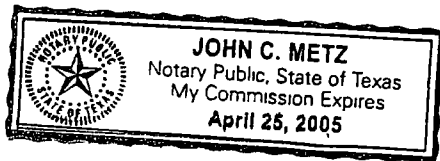
County of Bexar

On **DECEMBER 1, 2004** before me, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared **KENNETH C. LONG**

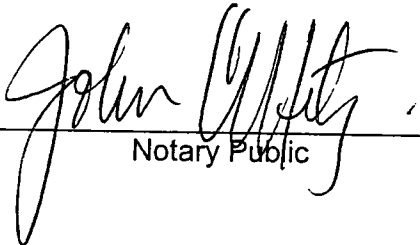
known to me to be Attorney-in-Fact of **SAFECO INSURANCE COMPANY OF AMERICA**

the corporation described in and that executed the within and forgoing instrument, and known to me to be the person who executed the said instrument in behalf of the said corporation, and she/he duly acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year stated in this certificate above.



My Commission Expires _____



Notary Public

**IMPORTANT NOTICE TO SURETY BOND CUSTOMERS REGARDING
THE TERRORISM RISK INSURANCE ACT OF 2002**

As a surety bond customer of one of the SAFECO insurance companies (SAFECO Insurance Company of America, General Insurance Company of America, First National Insurance Company, American States Insurance Company or American Economy Insurance Company), it is our duty to notify you that the Terrorism Risk Insurance Act of 2002 extends to "surety insurance". This means that under certain circumstances we may be eligible for reimbursement of certain surety bond losses by the United States government under a formula established by this Act.

Under this formula, the United States government pays 90% of losses caused by certified acts of terrorism that exceed a statutorily established deductible to be paid by the insurance company providing the bond. The Act also establishes a \$100 billion cap for the total of all losses to be paid by all insurers for certified acts of terrorism. Losses on some or all of your bonds may be subject to this cap.

This notice does not modify any of the existing terms and conditions of this bond, the underlying agreement guaranteed by this bond, any statutes governing the terms of this bond or any generally applicable rules of law.

At this time there is no premium change resulting from this Act